

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: ) Chapter 11  
)  
W. R. GRACE & CO., et al.,<sup>1</sup> ) Case No. 01-01139 (JKF)  
) (Jointly Administered)  
)  
Debtors. )

Objection Deadline: July 8, 2002 at 4:00 p.m.  
Hearing Date: TBD only if necessary

**SUMMARY OF THE EIGHTH MONTHLY VERIFIED  
APPLICATION OF NELSON MULLINS RILEY & SCARBOROUGH, L.L.P. FOR  
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES  
AS SPECIAL COUNSEL TO W. R. GRACE & CO., ET AL., FOR THE INTERIM  
PERIOD FROM FEBRUARY 1, 2002 THROUGH FEBRUARY 28, 2002**

Name of Applicant: Nelson Mullins Riley & Scarborough,  
L.L.P.

Authorized to Provide Professional Services to: W. R. Grace & Co., et al., Debtors and  
Debtors-in-Possession

Date of Retention: July 19, 2001

Period for which compensation and  
reimbursement is sought: February 1, 2002 through February 28,  
2002

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<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Amount of Compensation sought as actual,  
reasonable, and necessary:

\$19,917.60 (80% of \$24,897.00)

Amount of expense reimbursement sought as  
actual, reasonable, and necessary:

\$122.30 for the period

This is a   x   monthly        interim        final application.

The total time expended for the preparation of this application is approximately   7.0   hours, and the corresponding estimated compensation *that will be requested in a future application* is approximately \$ 1,300.00 .

Prior fee applications:

Date Filed	Period Covered	Requested		Approved	
		Fees	Expenses	Fees	Expenses
October 17, 2001	July 19, 2001 – July 31, 2001	\$28,316.50	\$234.68	\$22,653.20	\$234.68
October 17, 2001	August 1, 2001- August 31, 2001	\$69,119.50	\$1,196.84	\$55,295.60	\$1,196.84
October 17, 2001	May 1, 2001- June 30, 2001	\$113,762.50	\$2,155.05	\$91,010.00	\$2,155.05
December 19, 2001	October 1, 2001- October 31, 2001	\$67,906.50	\$1,348.82	\$54,325.20	\$1,348.82
January 23, 2002	November 1, 2001- November 30, 2001	\$26,792.00	\$168.41	\$21,433.60	\$168.41
February 26, 2002	December 1, 2001- December 31, 2001	\$24,895.00	\$673.51	\$19,916.00	\$673.51
May 1, 2002	January 1, 2002- January 31, 2002	\$21,009.00	\$147.52	\$16,807.20	\$147.52

The Nelson Mullins Riley & Scarborough, L.L.P. attorneys who rendered professional services in these cases during the Fee Period are:

Name of Professional Person	Position with the applicant	Number of years as an attorney	Department	Hourly billing rate	Total billed hours	Total compensation
Rose-Marie T. Carlisle	Of-Counsel	18 years	Environmental	\$220.00	9.80	\$2,156.00
George B. Cauthen	Partner	25 years	Bankruptcy	\$270.00	2.30	\$621.00
David M. Cleary	Partner	20 years	Environmental	\$290.00	0.70	\$203.00
Bernard F. Hawkins, Jr.	Partner	11 years	Environmental	\$240.00	70.10	\$16,824.00
Kevin J. Heiser	Associate	3 years	Bankruptcy	\$180.00	2.40	\$432.00
E. D. Barnhill	Partner	23 years	Bankruptcy	\$260.00	0.20	\$52.00
Mary Ellen Ternes	Of-Counsel	6 years	Environmental	\$220.00	12.60	\$2,772.00

Grand Total for Fees: \$23,060.00

Blended Rate: \$261.16

The Nelson Mullins Riley & Scarborough, L.L.P. paraprofessionals who rendered professional services in these cases during the Fee Period are:

Karen Brown	Paralegal	13 years	Environmental	\$125.00	11.60	\$1,450.00
Lisa D. McInnis	Paralegal	2 years	Bankruptcy	\$ 95.00	0.60	\$57.00
Laurie K. Thomas	Paralegal	7 years	Environmental	\$ 95.00	0.70	\$66.50
Martha V. Waddell	Paralegal	8 months	Environmental	\$ 85.00	3.10	\$263.50

Grand Total for Fees: \$ 1,837.00

Blended Rate: \$114.81

**Compensation by Matter**

<b>Matter Number</b>	<b>Matter</b>	<b>Total Hours</b>	<b>Total Fees Requested</b>
02399/06000	General	11.30	1,573.50
02399/06003	Beaco Road Site	2.60	546.00
02399/06011	Enoree Site Management	46.60	10,806.00
02399/06012	Owensboro Site Management	17.10	4,104.00
02399/06017	Sierra Facility	.20	52.00
02399/06023	Libby, MT – General Environmental	.60	63.00
02399/06027	Project Allen	5.90	1,177.00
02399/06030	Aiken-Title V Permit App. Iss.	7.70	1,758.00
02399/06031	Li Tungsten	6.00	1,287.50
02399/06032	Charleston	15.00	3,396.50
02399/06047	Libby Expansion Plants/Phoenix	1.10	133.50
TOTAL		114.10	\$24,897.00

**Expense Summary**

<b>Description</b>	<b>Amount</b>
Telephone	\$ 13.58
Standard Copies	35.75
Lexis	11.24
Outside Delivery Service	20.23
Outside Services	38.75
Postage	2.75
Total	\$ 122.30

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: ) Chapter 11  
)  
W. R. GRACE & CO., et al.,<sup>1</sup> ) Case No. 01-1139 (JKF)  
) Jointly Administered  
Debtors. )

Objection Deadline: July 8, 2002 at 4:00 p.m.  
Hearing Date: TBD only if necessary

**FEE DETAIL FOR NELSON MULLINS RILEY &  
SCARBOROUGH, L.L.P.'S MONTHLY FEE APPLICATION FOR  
THE PERIOD FROM FEBRUARY 1, 2002 THROUGH FEBRUARY 28, 2002**

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<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

**EXHIBIT A**

**NELSON**

Nelson Mullins Riley &amp; Scarborough, L.L.P.

**MULLINS**

NELSON MULLINS RILEY &amp; SCARBOROUGH, L.L.P.

ATTORNEYS AND COUNSELORS AT LAW

TAX ID NO. 57-0215445

POST OFFICE BOX 11070

COLUMBIA, SOUTH CAROLINA 29211

TELEPHONE (803) 799-2000

W. R. Grace & Co.  
 ATTN: Lydia Duff, Esq.  
 Senior Environmental Counsel  
 7500 Grace Drive  
 Columbia, MD 21044

April 16, 2002  
 Invoice 498375 Page 1

Our Matter #	02399/06000	For Services Through 02/28/02
WR Grace #	063-KL-721490-01-501251	
Name of Matter:	General	

02/05/02	Review files for 104(e) responses to EPA Region 1 for various facilities in Massachusetts, Nashua and Hudson, New Hampshire per Ms. Antar's request. K. BROWN	1.50 hrs.	125.00/hr	\$187.50
02/06/02	Continue review of files for 104(e) responses from various facilities in Massachusetts, Nashua and Hudson, New Hampshire to EPA Region 1. K. BROWN	1.00 hrs.	125.00/hr	\$125.00
02/06/02	Research and retrieve information on J. M. Mills Landfill (actual site name is Peterson/Puritan, Inc.) in Rhode Island located in Region 1 of EPA from internet. K. BROWN	0.80 hrs.	125.00/hr	\$100.00
02/06/02	Review files for documents regarding J. M. Mills Landfill. K. BROWN	1.00 hrs.	125.00/hr	\$125.00
02/07/02	Continue research for environmental documents on J. M. Mills Landfill located in Rhode Island. K. BROWN	3.90 hrs.	125.00/hr	\$487.50
02/07/02	Prepare correspondence regarding the result of my search for information on J. M. Mills Landfill in Rhode Island and e-mail same to Ms. Antar and Attorney Cleary. K. BROWN	0.80 hrs.	125.00/hr	\$100.00
02/08/02	Prepare correspondence regarding the result of the search for environmental information on Owens Corning. K. BROWN	0.50 hrs.	125.00/hr	\$62.50
02/13/02	Research on definition of "coatings" for purposes of potential coverage under 40 CFR Part 63, FFFF (1.1); discussion with EPA concerning same (0.3). B.F. HAWKINS	1.40 hrs.	240.00/hr	\$336.00
02/22/02	Review, profile and organize document. K. BROWN	0.40 hrs.	125.00/hr	\$50.00

<b>Fees for Legal Services.....</b>	<b>\$1,573.50</b>
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W. R. Grace &amp; Co.

April 16, 2002  
Invoice 498375 Page 2**BILLING SUMMARY**

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
B.F. HAWKINS	1.40	240.00	336.00
K. BROWN	9.90	125.00	1,237.50
<b>TOTAL</b>	<b>11.30</b>	<b>\$139.25</b>	<b>\$1,573.50</b>

**CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED**

02/01/2002	Telephone 1-617-498-4594	0.23
02/14/2002	Telephone 1-617-498-4594	0.25
02/15/2002	Photocopies 3 Page(s)	0.15
02/15/2002	Telephone 1-410-531-4129	0.24
02/19/2002	Photocopies 1 Page(s)	0.05
02/19/2002	Telephone 1-770-653-3379	0.15
02/20/2002	Photocopies 3 Page(s)	0.15

**Total Charges for Other Services Provided/Expenses Incurred ..... \$1.22**

**DISBURSEMENT SUMMARY**

<u>Description</u>	<u>Dollars</u>
Photocopies	0.35
Telephone	0.87
<b>TOTAL</b>	<b>\$1.22</b>

**Net current billing for this invoice ..... \$1,574.72**

**ACCOUNTS RECEIVABLE RECAP**

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>Invoice Amt</u>	<u>A/R Balance</u>
467882	09/27/2001	2,489.37	489.60
469520	10/09/2001	6,207.89	1,239.40
469786	10/09/2001	2,536.03	2,536.03
478642	11/27/2001	855.05	855.05
481795	12/14/2001	684.31	684.31
484313	01/25/2002	143.70	143.70
	<b>A/R BALANCE</b>		<b>\$5,948.09</b>



W. R. Grace &amp; Co.

April 16, 2002  
Invoice 498375 Page 3**REMITTANCE COPY**

Please Return With Your Payment To:

ATTN: ACCOUNTS RECEIVABLE  
 NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.  
 P.O. DRAWER 11009  
 COLUMBIA, SOUTH CAROLINA 29211-2000  
 TELEPHONE (803) 799-2000

For Services Through 02/28/02

Our Matter # 02399/06000  
 General

Fees for Professional Services	\$1,573.50
Charges for Other Services Provided/Expenses Incurred	\$1.22

Net current billing for this invoice ..... **\$1,574.72**

**WIRING INSTRUCTIONS**

**Account Name:** Nelson Mullins Riley & Scarborough, L.L.P.  
 Columbia Operating Account  
**ABA#:** 053200666  
**Account #:** 04032 24077 01  
**Bank:** National Bank of South Carolina (NBSC), Sumter, SC

**ACCOUNTS RECEIVABLE RECAP**

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>Invoice Amt</u>	<u>A/R Balance</u>
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478642	11/27/2001	855.05	855.05
481795	12/14/2001	684.31	684.31
484313	01/25/2002	143.70	143.70
TOTAL A/R BALANCE			\$5,948.09

**NELSON**

Nelson Mullins Riley &amp; Scarborough, L.L.P.

**MULLINS**

NELSON MULLINS RILEY &amp; SCARBOROUGH, L.L.P.

ATTORNEYS AND COUNSELORS AT LAW

TAX ID No. 57-0215445

POST OFFICE BOX 11070

COLUMBIA, SOUTH CAROLINA 29211

TELEPHONE (803) 799-2000

W. R. Grace & Co.  
 ATTN: Lydia Duff, Esq.  
 Senior Environmental Counsel  
 7500 Grace Drive  
 Columbia, MD 21044

April 13, 2002  
 Invoice 498376 Page 1

Our Matter #	02399/06003	For Services Through 02/28/02
WR Grace #	063-KL-721490-01-501270	
Name of Matter:	Beaco Road Site	

02/14/02	Discussion with Mr. English regarding request for information on whether insurance coverage exists for Beaco Road site. B.F. HAWKINS	0.50 hrs.	240.00/hr	\$120.00
02/15/02	Review incoming correspondence and update correspondence subfile of same to reflect new material. M.V. WADDELL	0.10 hrs.	85.00/hr	\$8.50
02/18/02	Review agenda for Beaco Road conference call (0.2); forward request to Ms. Duff regarding status of insurance coverage for Beaco Road site and concerning site update (0.3). B.F. HAWKINS	0.50 hrs.	240.00/hr	\$120.00
02/19/02	Review Ms. Duff's and Mr. Medler's response on insurance question posed by PRP Group. B.F. HAWKINS	0.40 hrs.	240.00/hr	\$96.00
02/20/02	Participate in conference call with Steering Committee. R.T. CARLISLE	0.80 hrs.	220.00/hr	\$176.00
02/21/02	Review incoming correspondence and update subfile of same to reflect new material. M.V. WADDELL	0.30 hrs.	85.00/hr	\$25.50

**Fees for Legal Services..... \$546.00**

**BILLING SUMMARY**

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
B.F. HAWKINS	1.40	240.00	336.00
R.T. CARLISLE	0.80	220.00	176.00
M.V. WADDELL	0.40	85.00	34.00
<b>TOTAL</b>	<b>2.60</b>	<b>\$210.00</b>	<b>\$546.00</b>

W. R. Grace &amp; Co.

April 13, 2002  
Invoice 498376 Page 2**CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED**

02/21/2002	Telephone 1-901-820-2024	0.14
<b>Total Charges for Other Services Provided/Expenses Incurred .....</b>		<b>\$0.14</b>

**DISBURSEMENT SUMMARY**

<b><u>Description</u></b>	<b><u>Dollars</u></b>
Telephone	0.14
<b>TOTAL</b>	<b>\$0.14</b>

<b>Net current billing for this invoice .....</b>	<b><u>\$546.14</u></b>
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**ACCOUNTS RECEIVABLE RECAP**

<b><u>Original Invoice Number</u></b>	<b><u>Invoice Date</u></b>	<b><u>Invoice Amt</u></b>	<b><u>A/R Balance</u></b>
464915	09/13/2001	1,101.45	219.99
466678	09/21/2001	3,669.70	833.90
469740	10/09/2001	1,054.50	1,054.50
478644	11/27/2001	347.00	347.00
481796	12/14/2001	644.00	644.00
484314	01/25/2002	252.99	252.99
493885	03/14/2002	281.50	281.50
498376	04/13/2002	546.14	546.14
<b>A/R BALANCE</b>			<b>\$4,180.02</b>

W. R. Grace &amp; Co.

April 13, 2002  
Invoice 498376 Page 3**REMITTANCE COPY**

Please Return With Your Payment To:

ATTN: ACCOUNTS RECEIVABLE  
 NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.  
 P.O. DRAWER 11009  
 COLUMBIA, SOUTH CAROLINA 29211-2000  
 TELEPHONE (803) 799-2000

For Services Through 02/28/02

Our Matter # 02399/06003  
 Beaco Road Site

Fees for Professional Services	\$546.00
Charges for Other Services Provided/Expenses Incurred	\$0.14

Net current billing for this invoice .....	<b><u>\$546.14</u></b>
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**WIRING INSTRUCTIONS**

**Account Name:** Nelson Mullins Riley & Scarborough, L.L.P.  
 Columbia Operating Account  
**ABA#:** 053200666  
**Account #:** 04032 24077 01  
**Bank:** National Bank of South Carolina (NBSC), Sumter, SC

**ACCOUNTS RECEIVABLE RECAP**

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>Invoice Amt</u>	<u>A/R Balance</u>
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469740	10/09/2001	1,054.50	1,054.50
478644	11/27/2001	347.00	347.00
481796	12/14/2001	644.00	644.00
484314	01/25/2002	252.99	252.99
493885	03/14/2002	281.50	281.50
498376	04/13/2002	546.14	546.14
TOTAL A/R BALANCE			\$4,180.02

**NELSON**

Nelson Mullins Riley &amp; Scarborough, L.L.P.

**MULLINS**

NELSON MULLINS RILEY &amp; SCARBOROUGH, L.L.P.

ATTORNEYS AND COUNSELORS AT LAW

TAX ID NO. 57-0215445

POST OFFICE BOX 11070

COLUMBIA, SOUTH CAROLINA 29211

TELEPHONE (803) 799-2000

W. R. Grace & Co.  
 ATTN: Robert A. Emmett, Esq.  
 Senior Environmental Counsel  
 7500 Grace Drive  
 Columbia, MD 21044

April 13, 2002  
 Invoice 498377 Page 1

Our Matter #	02399/06011	For Services Through 02/28/02
WR Grace #	001-KL-721200-00-400107	
Name of Matter:	Enoree Site Management	

02/08/02	Review electronic mail memorandum from Attorney Hawkins regarding draft letter to DHEC responding to John Wright's (DHEC) letter to Mr. Baird regarding groundwater monitoring around process water ponds at client's facility. R.T. CARLISLE	0.10 hrs.	220.00/hr	\$22.00
02/13/02	Review and comment on letter to DHEC responding to Department letter dealing with groundwater testing at site around process ponds (0.4); forward comments to Mr. O'Connell (0.1). B.F. HAWKINS	0.50 hrs.	240.00/hr	\$120.00
02/13/02	Review and comment on draft letter responding to DHEC's letter addressing groundwater monitoring (0.2); convey to Attorney Hawkins suggested minor revisions (0.1). R.T. CARLISLE	0.30 hrs.	220.00/hr	\$66.00
02/15/02	Review information from Mr. O'Connell regarding NSPS provisions at Enoree facility and relation to Title V permit and state regulatory provisions in preparation for conference call on issues (2.8); conference call with Mr. O'Connell, plant and management representatives to review possible NSPS issues (1.3); follow-up review of permit provisions, NSPS provisions and state regulatory requirements (1.2). B.F. HAWKINS	5.30 hrs.	240.00/hr	\$1,272.00
02/15/02	Prepare for conference call (0.9); discuss with Attorney Hawkins (0.2); attend conference call (1.3). M.E. TERNES	2.40 hrs.	220.00/hr	\$528.00
02/15/02	Review incoming correspondence and update subfile of same to reflect new material. M.V. WADDELL	0.10 hrs.	85.00/hr	\$8.50
02/18/02	Review information from Mr. O'Connell regarding emission characterization at Enoree facility (0.6); review research issues with Attorney Ternes (0.4); review information regarding NSPS provisions and implementation of tests procedures (0.5). B.F. HAWKINS	1.50 hrs.	240.00/hr	\$360.00
02/18/02	Review faxed flow diagram and prior emission data (0.7); legal research regarding implementation of Method 5 for Subpart OOO sources (0.8); draft e-mail to Mr. O'Connell with guidance document attached (0.3).			

W. R. Grace &amp; Co.

April 13, 2002  
Invoice 498377 Page 2

	M.E. TERNES	1.80 hrs.	220.00/hr	\$396.00
02/19/02	Review information from Mr. O'Connell regarding NSPS question.			
	B.F. HAWKINS	0.50 hrs.	240.00/hr	\$120.00
02/20/02	Review information from Mr. O'Connell regarding emission characterization (0.8); review technical analysis with Attorney Ternes (0.3).			
	B.F. HAWKINS	1.10 hrs.	240.00/hr	\$264.00
02/20/02	Telephone conference with Mr. O'Connell regarding technical issues arising from emission characterization (0.3); review technical analysis with Attorney Hawkins (0.3).			
	M.E. TERNES	0.60 hrs.	220.00/hr	\$132.00
02/21/02	Review information in preparation for conference call with client and consultants concerning NSPS provisions (0.9); conference call with Mr. O'Connell, Mr. Haase, Attorney Ternes and division representatives to review NSPS matters (0.6); review EPA polices related to NSPS questions (0.5); review NSPS questions with Mr. O'Connell and need to review with Mr. Emmett (0.3).			
	B.F. HAWKINS	2.30 hrs.	240.00/hr	\$552.00
02/21/02	Telephone conference call with Attorney Ternes, Mr. O'Connell and other Grace representatives regarding evaluation issues arising from stack emission characterization attempt (0.8); telephone conference with Attorney Ternes regarding strategy moving forward with characterization issues (0.6).			
	B.F. HAWKINS	1.40 hrs.	240.00/hr	\$336.00
02/21/02	Telephone conference with Mr. O'Connell and Mr. Haase regarding technical issues arising from stack emission characterization attempt (0.6); telephone conference call with Attorney Hawkins, Mr. O'Connell and other Grace representatives regarding stack characterization information (0.8); telephone conference with Attorney Hawkins regarding characterization (0.6); legal research regarding NSPS questions (0.8); draft e-mail to Attorney Hawkins regarding stack characterization issues (0.4).			
	M.E. TERNES	3.20 hrs.	220.00/hr	\$704.00
02/21/02	Review incoming correspondence and update subfile of same to reflect new material; create subfolder for installation package information.			
	M.V. WADDELL	0.30 hrs.	85.00/hr	\$25.50
02/22/02	Review research regarding NSPS issues (3.2); review research questions on response with Attorney Carlisle (0.3); review NSPS issues with Attorney Ternes (0.3); review status of sampling information and response to DHEC with Mr. O'Connell (0.3); review status of water quality issues with Attorney Carlisle (0.2) and Mr. O'Connell (0.2).			
	B.F. HAWKINS	4.50 hrs.	240.00/hr	\$1,080.00
02/22/02	Telephone conference with Attorney Hawkins regarding emission characterization issues.			
	M.E. TERNES	0.50 hrs.	220.00/hr	\$110.00
02/22/02	Research regarding EPA implementation policies relevant to emission characterization questions (1.0); electronic mail memorandum to Attorney Hawkins regarding basic features that would suggest that response to policies (0.7).			
	R.T. CARLISLE	1.70 hrs.	220.00/hr	\$374.00
02/22/02	Review with Attorney Hawkins status of water quality issues.			
	R.T. CARLISLE	0.20 hrs.	220.00/hr	\$44.00
02/23/02	Review information concerning NSPS provisions and DHEC and EPA polices concerning same.			
	B.F. HAWKINS	2.10 hrs.	240.00/hr	\$504.00

W. R. Grace &amp; Co.

April 13, 2002  
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02/23/02	Review draft letter by Mr. O'Connell regarding emission characterization issues (0.3); revise draft letter (0.6); discuss with Attorney Hawkins changes to the draft letter (0.3); revise draft letter based upon EPA policy discussion (0.4). M.E. TERNES	1.60 hrs.	220.00/hr	\$352.00
02/24/02	Continue review of information concerning application and implication of NSPS provisions and EPA information on NSPS provisions (2.7); review focus of letter to DHEC on NSPS issues with Attorney Ternes (0.4); revise letter to DHEC (0.6). B.F. HAWKINS	3.70 hrs.	240.00/hr	\$888.00
02/24/02	Discussions with Attorney Hawkins regarding response and approach with DHEC regarding operating conditions during emissions characterization for the grinder and the furnace. M.E. TERNES	2.50 hrs.	220.00/hr	\$550.00
02/25/02	Review NSPS provisions and EPA and state polices as related to Enoree facility (2.5); review and revise letter to DHEC on issues (0.8); review research issues on application of EPA polices with Attorney Carlisle (0.4); conference call with Mr. O'Connell and Mr. Emmett to discuss approach to handling polices on review of NSPS questions (0.8). B.F. HAWKINS	4.50 hrs.	240.00/hr	\$1,080.00
02/25/02	Conference with Mr. O'Connell regarding DHEC response policies, follow-up conference with Attorney Hawkins regarding same. R.T. CARLISLE	0.30 hrs.	220.00/hr	\$66.00
02/25/02	Confer with Attorney Hawkins regarding DHEC and EPA policies relevant to emission characterization (0.3); identify for Attorney Hawkins documents relevant to same (0.3). R.T. CARLISLE	0.60 hrs.	220.00/hr	\$132.00
02/26/02	Complete draft letter to respond to DHEC on emission characterization data (0.8); review comments from Mr. Emmett (0.3); review approach to letter and questions regarding letter with Mr. O'Connell (0.3). B.F. HAWKINS	1.40 hrs.	240.00/hr	\$336.00
02/27/02	Review and finalize letter to DHEC regarding emission characterization response (0.8); review with Mr. O'Connell (0.3); follow-up discussions with Mr. O'Connell regarding discussion with DHEC and comments on restarting various units and concerning considerations for additional emission characterization (0.3); review information from Mr. O'Connell concerning discussions with DHEC (0.2). B.F. HAWKINS	1.60 hrs.	240.00/hr	\$384.00

**Fees for Legal Services..... \$10,806.00**

**BILLING SUMMARY**

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
B.F. HAWKINS	30.40	240.00	7,296.00
M.E. TERNES	12.60	220.00	2,772.00
R.T. CARLISLE	3.20	220.00	704.00
M.V. WADDELL	0.40	85.00	34.00
<b>TOTAL</b>	<b>46.60</b>	<b>\$231.89</b>	<b>\$10,806.00</b>

**CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED**

W. R. Grace &amp; Co.

April 13, 2002  
Invoice 498377 Page 4

02/14/2002	Photocopies 6 Page(s)	0.30
02/15/2002	Photocopies 38 Page(s)	1.90
02/18/2002	Service: LEXIS PUBLICATIONS; Charge Type: DOCUMENT PRINTING; Quantity: 1.00	0.60
02/18/2002	Service: LEXIS PUBLICATIONS; Charge Type: SEARCHES; Quantity: 1.00	6.45
02/18/2002	Service: LEXIS SERVICE; Charge Type: DOCUMENT PRINTING; Quantity: 1.00	0.60
02/18/2002	Service: LEXIS SERVICE; Charge Type: LEXSEE SEARCHES; Quantity: 6.00	3.59
02/18/2002	Photocopies 150 Page(s)	7.50
02/21/2002	VENDOR: Kane Office Technologies, Inc.; INVOICE#: 013102; DATE: 02/21/2002	9.45
02/25/2002	Photocopies 1 Page(s)	0.05
02/25/2002	Telephone 1-617-498-4594	1.24
02/26/2002	Telephone 1-617-498-4594	1.13
02/27/2002	Telephone 1-617-498-4594	0.18

**Total Charges for Other Services Provided/Expenses Incurred ..... \$32.99**

**DISBURSEMENT SUMMARY**

<u>Description</u>	<u>Dollars</u>
CopyOut	9.45
Photocopies	9.75
Lexis	11.24
Telephone	2.55
<b>TOTAL</b>	<b>\$32.99</b>

**Net current billing for this invoice ..... \$10,838.99**

**ACCOUNTS RECEIVABLE RECAP**

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>Invoice Amt</u>	<u>A/R Balance</u>
464916	09/13/2001	326.73	65.00
466680	09/21/2001	328.40	65.60
478646	11/29/2001	4,221.15	4,221.15
481797	12/18/2001	2,009.30	2,009.30
484315	01/31/2002	5,491.30	5,491.30
493888	03/14/2002	190.35	190.35
498377	04/13/2002	10,838.99	10,838.99
<b>A/R BALANCE</b>			<b>\$22,881.69</b>



W. R. Grace &amp; Co.

April 13, 2002  
Invoice 498377 Page 5**REMITTANCE COPY**

Please Return With Your Payment To:

ATTN: ACCOUNTS RECEIVABLE  
 NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.  
 P.O. DRAWER 11009  
 COLUMBIA, SOUTH CAROLINA 29211-2000  
 TELEPHONE (803) 799-2000

For Services Through 02/28/02

Our Matter # 02399/06011  
 Enoree Site Management

Fees for Professional Services	\$10,806.00
Charges for Other Services Provided/Expenses Incurred	\$32.99

Net current billing for this invoice ..... **\$10,838.99**

**WIRING INSTRUCTIONS**

**Account Name:** Nelson Mullins Riley & Scarborough, L.L.P.  
 Columbia Operating Account  
**ABA#:** 053200666  
**Account #:** 04032 24077 01  
**Bank:** National Bank of South Carolina (NBSC), Sumter, SC

**ACCOUNTS RECEIVABLE RECAP**

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493888	03/14/2002	190.35	190.35
498377	04/13/2002	10,838.99	10,838.99
TOTAL A/R BALANCE			\$22,881.69

**NELSON**

Nelson Mullins Riley &amp; Scarborough, L.L.P.

**MULLINS**

NELSON MULLINS RILEY &amp; SCARBOROUGH, L.L.P.

ATTORNEYS AND COUNSELORS AT LAW

TAX ID No. 57-0215445

POST OFFICE BOX 11070

COLUMBIA, SOUTH CAROLINA 29211

TELEPHONE (803) 799-2000

W. R. Grace & Co.  
 ATTN: Lydia Duff, Esq.  
 Senior Environmental Counsel  
 7500 Grace Drive  
 Columbia, MD 21044

April 16, 2002  
 Invoice 498378 Page 1

Our Matter #	02399/06012	For Services Through 02/28/02
WR Grace #	001-KL-721200-00-100128	
Name of Matter:	Owensboro Site Management	

02/02/02	Review information concerning MACT Hammer date and potential ramifications of EPA missing May 15 112(j) deadline and how Kentucky air requirements for anything addressing impact from state-perspective. B.F. HAWKINS	3.90 hrs.	240.00/hr	\$936.00
02/04/02	Review issues with Ms. Duff concerning possible implications of 112(j) NESHAP deadline and obligation of Owensboro site to comply with same (0.6); check on status of Kentucky Air Division and approach to 112(j) issues including how they will implement changes to Subpart B, allowing notice of intent (0.8); discussion with Mr. O'Connell addressing 112(j) issues (0.5). B.F. HAWKINS	1.90 hrs.	240.00/hr	\$456.00
02/08/02	Research concerning status of 112(j) hammer date implementation and impact on state requirements to set case-by-case MACT standards and impact of effective requirements to implement Part 63 MON standard at Owensboro facility. B.F. HAWKINS	1.40 hrs.	240.00/hr	\$336.00
02/11/02	Research 112(j), status of amendments to general Subpart B requirements and status of implementation for changes to case-by-case MACT with reference to possible requirements to comply with MON NESHAP provisions at Owensboro facility (3.1); review items with EPA office of Air Quality Planning and Standards and Office of Enforcement and Compliance to determine positions on implementation (1.2). B.F. HAWKINS	4.30 hrs.	240.00/hr	\$1,032.00
02/12/02	Continue review of status of 112(j) developments and potential ramifications on application of 40 CFR Subpart FFFF to Owensboro facility (2.2); conference call with Ms. Duff, Mr. O'Connell, Mr. Bender and plant management and environmental staff to review possible ramifications of 112(j) "hammer" falling on application of Subpart FFFF and concerning how EPA and Kentucky are expected to respond given current status of regulations (0.5); discussions with EPA staff concerning Subpart FFFF status and on position with respect to once-in-always-in policy and implementation of amendments to general provisions (Subpart A and B) of Part 63 (0.9). B.F. HAWKINS	3.60 hrs.	240.00/hr	\$864.00
02/25/02	Review of proposed MON rule for implications on Owensboro site. B.F. HAWKINS	0.70 hrs.	240.00/hr	\$168.00

W. R. Grace &amp; Co.

April 16, 2002  
Invoice 498378 Page 2

02/27/02 Review information concerning 40 CFR Part 63, Subpart FFFF proposal with Mr. O'Connell (0.3); review applicability question with Mr. Bender (0.2); discussion with state contacts regarding status of revisions to 40 CFR Part 63, Subpart B and ability to implement notice of intent as opposed to submission of full application (0.8);  
B.F. HAWKINS 1.30 hrs. 240.00/hr \$312.00

**Fees for Legal Services..... \$4,104.00**

**BILLING SUMMARY**

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
B.F. HAWKINS	17.10	240.00	4,104.00
<b>TOTAL</b>	17.10	\$240.00	\$4,104.00

**CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED**

02/02/2002	Telephone 1-859-253-6400	0.21
02/04/2002	Telephone 1-859-288-4684	1.56
02/04/2002	Telephone 1-617-498-4594	0.16
02/08/2002	Telephone 1-919-541-5402	0.13

**Total Charges for Other Services Provided/Expenses Incurred ..... \$2.06**

**DISBURSEMENT SUMMARY**

<u>Description</u>	<u>Dollars</u>
Telephone	2.06
<b>TOTAL</b>	<b>\$2.06</b>

**Net current billing for this invoice ..... \$4,106.06**

**ACCOUNTS RECEIVABLE RECAP**

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>Invoice Amt</u>	<u>A/R Balance</u>
464582	09/12/2001	0.10	0.10
464597	09/12/2001	84.20	16.50
466681	09/21/2001	187.00	37.40
469742	10/09/2001	88.00	88.00
484316	01/11/2002	78.24	78.24
	<b>A/R BALANCE</b>		<b>\$220.24</b>

W. R. Grace &amp; Co.

April 16, 2002  
Invoice 498378 Page 3**REMITTANCE COPY**

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 P.O. DRAWER 11009  
 COLUMBIA, SOUTH CAROLINA 29211-2000  
 TELEPHONE (803) 799-2000

For Services Through 02/28/02

Our Matter # 02399/06012  
 Owensboro Site Management

Fees for Professional Services	\$4,104.00
Charges for Other Services Provided/Expenses Incurred	\$2.06

Net current billing for this invoice ..... **\$4,106.06**

**WIRING INSTRUCTIONS**

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466681	09/21/2001	187.00	37.40
469742	10/09/2001	88.00	88.00
484316	01/11/2002	78.24	78.24
TOTAL A/R BALANCE			\$220.24